

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.  
SUITE 301  
WASHINGTON, D.C.

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

20036

OF COUNSEL  
URBAN A. LESTER

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

June 28, 2007

RECORDATION NO.

13154-F  
FILED

JUN 28 '07 -12 50 PM

SURFACE TRANSPORTATION BOARD

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
395 "E" Street, S.W.  
Washington, D.C. 20423-0001

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Full Release and Termination dated as of June 28, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete release and relates to the Conditional Sale Agreement, the Agreement and Assignment and the Assignment of Lease and Agreement previously filed with the Commission under Recordation Number 13154, 13154-A and 13154-C respectively.

The name and address of the party to the enclosed document are:

Secured Party: The Bank of New York  
101 Barclay Street  
New York, New York 10286

Mr. Vernon A. Williams  
June 28, 2007  
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A description of the railroad equipment covered by the enclosed document is:

All railroad equipment remaining which was heretofore covered by primary and secondary documents filed under Recordation Number 13154.

A short summary of the document to appear in the index is:

Full Release and Termination.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Robert W. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem  
Enclosures

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**EXHIBIT A**  
**TO**  
**AUTHORIZATION, CONFIRMATION AND DIRECTION**

SURFACE TRANSPORTATION BOARD

**FULL RELEASE AND TERMINATION**  
**OR**  
**CONDITIONAL SALE AGREEMENT UNDER RECORDATION NO. 13154**  
**AGREEMENT AND ASSIGNMENT UNDER RECORDATION NO. 13154-A**  
**AND**  
**ASSIGNMENT OF LEASE AND AGREEMENT UNDER RECORDATION NO. 13154-C,**

THIS FULL RELEASE AND TERMINATION is made as of this 27<sup>th</sup> day of June, 2007, by THE BANK OF NEW YORK, as Agent, successor to Mercantile Safe Deposit & Trust Company, as Agent (in such capacity, hereinafter referred to as the "Secured Party").

WHEREAS, General American Transportation Corporation and Union Tank Car Company (collectively, the "Builders"), as builders and vendor, and Security Pacific Equipment Leasing, Inc. ("Security Pacific"), as vendee, entered into that certain Conditional Sale Agreement dated as of March 1, 1981, which was recorded with the Interstate Commerce Commission (the "ICC") on June 23, under Recordation No. 13154;

WHEREAS, Mercantile Safe Deposit and Trust Company, as Agent ("Mercantile"), as assignee, and the Builders, as assignors, entered into that certain Agreement and Assignment dated as of March 1, 1981, which was recorded with the ICC on June 23, 1981 under Recordation No. 13154-A;

WHEREAS, Security Pacific, as assignor, and Mercantile, as assignee, entered into that certain Assignment of Lease and Agreement dated as of March 1, 1981, which was recorded with the ICC on June 23, 1981 under Recordation No. 13154-C;

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which is acknowledged, the Secured Party, intending to be legally bound, hereby terminates, releases and discharges the aforesaid Conditional Sale Agreement, Agreement and Assignment, and Assignment of Lease and Agreement and releases its security interest in and to all railroad equipment covered by the aforesaid documents, effective as of the date this Full Release and Termination is filed with the Surface Transportation Board (successor to the ICC).

IN WITNESS WHEREOF, the Secured Party has caused this Full Release and Termination to be executed as of the day and year first above written.

THE BANK OF NEW YORK, as Agent;  
as successor to Mercantile Safe Deposit &  
Trust Company, as Agent

By: [Signature]  
Name: L. J. [Name]  
Title: Vice President

STATE OF NEW YORK

COUNTY OF QUEENS

SS:

On this 28<sup>th</sup> day of June, 2007, before me personally appeared Jeremy P. Kelleher to me personally known, who, by me being duly sworn, says that he/she is Vice President of THE BANK OF NEW YORK, that the foregoing instrument was signed on behalf of said Bank by authority of its board of directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said Bank.

Paul L. Jucaro  
Notary Public

My commission expires

CARLOS R. LUDWIG  
Notary Public, State of New York  
No. 41-8765897  
Qualified in Queens County  
Commission Expires 4/30/2010

**CERTIFICATION**

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: June 28, 2007

A handwritten signature in black ink, appearing to read "Edward M. Luria", written over a horizontal line.

Edward M. Luria